

# **EXHIBIT 6**

**HES** ENGINEERING / TESTING  
MANUFACTURING

H.E. SERVICES • 225 E. MORLEY DR. • SAGINAW, MI 48601 • (517) 753-9015 • FAX (517) 753-7703

July 20, 2001

Dr. -Ing. Habil W. Horn & Mr. G. Kieffer  
Ex-Cell\_O GmbH  
Postfach 1161  
D-73048 Eislingen/Fils

Dear Mr. Horn & Mr. Kieffer,

I must reiterate that Ex-Cell-O has failed to meet the July 15, 2001 delivery date (ref. My letter dated April 15, 2001) and that any discussion or comments contained in this letter are made without prejudicing our legal rights.

H.E. Services received your letter dated June 28, 2001 discussing possible shipment of the Grinding Machine XG 690 to our location in advance of satisfactorily completing 100% part acceptance on all eight part numbers, per contract. Consideration of equally shared risk was to be paramount in the discussion.

H.E. Services thanks you for your response, however, your response offers a substantial risk to H.E. Services and no apparent risk to Ex-Cell-O. Therefore, we reject the conditions stated in your letter. A satisfactory option would be the following:

- Successful completion of machine capability study on 23 size Inner (Part No. SX045825) & 23 size Outer (Part No. SX048220) Races per contract, prior to shipment. Our Manufacturing Engineer Mr. Sundek would be present for this critical run-off.
- Our Mr. Robert Backie, Owner and CEO of H. E. Services would also be present during this visit and would meet with your Mr. Gerhard Eberle, CEO of Ex-Cell-O Corp. to discuss further business aspects of this proposal.

Therefore, we are requesting that you provide the following information and make the necessary arrangements by no later than July 31, 2001:

- Provide a time schedule for this machine run-off. We would expect this to be accomplished in one week total.
- Set up and verify a meeting between Mr. Backie and Mr. Eberle.
- Set up and verify the necessary arrangements for assistance and technical support from the ESCO Company once the machine is delivered to H. E. Services in Saginaw, Mich.
- Check out and verify all tooling for the X-Groove and DO style joints so there are no surprises when this tooling is installed on the machine in Saginaw Mich. This is very important and I have requested this before.

H.E. Services requests a response to this letter by no later than July 31, 2001.

Sincerely,

*Joseph A. Stearns*

Joseph A. Stearns  
Vice President - Engineering & Manufacturing

Cc. Mr. Robert Backie CEO H.E. Services  
Mr. Timothy Fortier President H. E. Services

